

[counsel listed on signature pages]

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

RICHARD A. WILLIAMSON, ON
BEHALF OF AND AS TRUSTEE FOR
AT HOME BONDHOLDERS'
LIQUIDATING TRUST

Plaintiff,

v.

VERIZON COMMUNICATIONS INC.,
VERIZON SERVICES CORP.,
VERIZON CORPORATE RESOURCES
GROUP LLC, VERIZON DATA
SERVICES LLC, VERIZON NEW YORK
INC., AT&T INC., AT&T OPERATIONS,
INC., and AT&T SERVICES, INC.,

Defendants.

Civ. No. 1:11-cv-4948 (LTS) (KNF)

JOINT CLAIM CONSTRUCTION AND PREHEARING STATEMENT

Pursuant to Patent L.R. 4-3, plaintiff Richard A. Williamson, on behalf of and as trustee for the At Home Bondholders' Liquidating Trust ("Plaintiff"), and defendants Verizon Communications Inc., Verizon Services Corp., Verizon Corporate Resources Group LLC, Verizon Data Services LLC, and Verizon New York Inc. (collectively "Verizon"), and AT&T Inc., AT&T Operations, Inc., and AT&T Services, Inc. (collectively, "AT&T") AT&T and Verizon are separately or collectively referred to herein as "Defendant" or "Defendants"), hereby submit this Joint Claim Construction and Prehearing Statement.

I. Patent L.R. 4-3(a): Agreed Constructions

The parties agree on the construction of the following term:

Claim Term (relevant claims)	Agreed Construction
<p>"multicast content"</p> <ul style="list-style-type: none"> • U.S. Patent No. 6,370,571 (the "'571 Patent"): claims 1 and 11 • U.S. Patent No. 7,225,275 (the "'275 Patent"): claims 1 and 5 • U.S. Patent No. 7,529,856 (the "'856 Patent"): claims 1, 4, 7, 10, 13, and 16 • U.S. Patent No. 7,873,749 (the "'749 Patent"): claims 1, 4, 7, 10, 13, and 16 	<p>Content that is multicast</p>

II. Patent L.R. 4-3(b): Proposed Constructions of Disputed Terms

The parties respectfully request that the Court address the following seven terms or phrases at the claim construction hearing:

1. provid[ing/e] a first level of caching [of the/for/of/of general] content (claims 1 and 11 of the '571 patent, claims 1 and 5 of the '275 patent, claims 1, 7, and 13 of the '856 patent, and claims 1, 7, and 13 of the '749 patent);
2. provid[ing/e] a second level of caching [of the/for/for the general] content (claims 1 and 11 of the '571 patent, claims 1 and 5 of the '275 patent, claims 1, 7, and 13 of the '856 patent, and claims 1, 7, and 13 of the '749 patent);
3. multicast[ing] (claims 1, 10, 11, and 13 of the '571 patent, claims 1 and 5 of the '275 patent, claims 1, 4, 7, 10, 13, and 16 of the '856 patent, and claims 1, 4, 7, 10, 13, and 16 of the '749 patent);
4. destination address (claims 1 and 5 of the '275 patent);
5. content is replicated amongst the regional servers (claim 10 of the '571 patent);
6. group of [the] end[-]user systems (claims 1, 10, and 11 of the '571 patent, and claims 1 and 5 of the '275 patent); and
7. content (claims 1, 10, 11, and 13 of the '571 patent, claims 1 and 5 of the '275 patent, claims 1, 3, 4, 7, 9, 10, 13, 15, and 16 of the '856 patent, and claims 1, 3, 4, 7, 9, 10, 13, 15, and 16 of the '749 patent).

The table attached as Exhibit A sets forth the parties' proposed constructions for these disputed claim terms or phrases, along with the intrinsic or extrinsic evidence on which the parties currently intend to rely either in support of their own proposed constructions or in opposition to the other party's proposed constructions. The parties reserve the right to rely on any intrinsic and extrinsic evidence identified by the opposing side.

III. Patent L.R. 4-3(c): Most Significant Disputed Claim Terms for Construction

The construction of the following seven terms will likely impact the parties' claims and defenses regarding non-infringement and/or invalidity of the patents-in-suit: (1) "provid[ing/e] a first level of caching [of the/for/of/of general] content"; (2) "provid[ing/e] a second level of caching [of the/for/for the general] content" (3) "multicast[ing]"; (4) "destination address"; (5) "content is replicated amongst the regional servers"; (6) "group of [the] end[-]user systems"; and (7) "content."

IV. Patent L.R. 4-3(d): Anticipated Length of Claim Construction Hearing

The parties anticipate that approximately six hours will be necessary for the Claim Construction Hearing.

V. Patent L.R. 4-3(e): Witnesses

Plaintiff will submit a declaration from, and may call as a witness at the Claim Construction Hearing, William Cooper, Ph.D. Dr. Cooper's testimony may include an explanation of the subject matter of the patents-in-suit, a description of the state of the technology relating to the claimed inventions at the time of the alleged inventions, a description of the qualifications of a person of ordinary skill in the art at the time of the alleged inventions, and how a person of ordinary skill in the art would have interpreted and understood the disputed claim terms and phrases at the time of the alleged inventions.

Defendants will submit a declaration from, and may call as a witness at the Claim Construction Hearing, Kevin Jeffay, Ph.D. Dr. Jeffay's testimony may include an explanation of the subject matter of the patents-in-suit, a description of the state of the technology relating to the claimed inventions at the time of the alleged inventions, a description of the qualifications of a person of ordinary skill in the art at the time of the alleged inventions, and how a person of

ordinary skill in the art would have interpreted and understood the disputed claim terms and phrases at the time of the alleged inventions.

The parties have agreed to exchange expert declarations regarding claim construction by June 4, 2012.

VI. Request for *Markman* Hearing Date

Plaintiff's position: Plaintiff requests that the Court schedule a *Markman* hearing on a date reasonably soon after the close of *Markman* briefing, presently set for July 26, 2012.

Defendants' position: Due to existing trial commitments for the defendant group teams, Defendants' counsel is not currently available for a *Markman* hearing in September or October, but will endeavor to be available on the Court's first available date thereafter.

Dated: May 21, 2012

BERNSTEIN LITOWITZ BERGER & GROSSMANN LLP

/s/ Joshua L. Raskin

Joshua L. Raskin (JR-4613)

Eric Bitzegaio (EB-1024)

Paul Hyun (PH-9277)

1285 Avenue of the Americas, 38th Floor

New York, NY 10019

Joshua@blbglaw.com

Eric@blbglaw.com

Paul@blbglaw.com

Phone: (212) 554-1400

Fax: (212) 554-1444

BEIRNE, MAYNARD & PARSONS, LLP

William C. Norvell, Jr. (admitted *pro hac vice*)

Scott D. Marrs (admitted *pro hac vice*)

1300 Post Oak Blvd., Suite 2500

Houston, Texas 77056-3000

Phone: (713) 623-0887

Fax: (713) 960-1527

*Attorneys for Richard A. Williamson, on behalf
of and as Trustee for At Home Bondholders'
Liquidating Trust*

Dated: May 21, 2012

WILMER CUTLER PICKERING HALE AND
DORR LLP

/s/ David B. Bassett

David B. Bassett (DB-8727)
399 Park Avenue
New York, NY 10022
david.bassett@wilmerhale.com
Phone: (212) 230-8800
Fax: (212) 230-8888

William F. Lee (admitted *pro hac vice*)
WILMER CUTLER PICKERING HALE AND
DORR LLP

60 State Street
Boston, MA 02109
Phone: (617) 526-6556
Fax: (617) 526-5000

Christine E. Duh (admitted *pro hac vice*)
WILMER CUTLER PICKERING HALE AND
DORR LLP

950 Page Mill Road
Palo Alto, CA 94304
Phone: (650) 858-6000
Fax: (650) 858-6100

Caren K. Khoo (CK-2972)
VERIZON CORPORATE RESOURCES GROUP LLC
One Verizon Way
Basking Ridge, NJ 07920
Phone: (908) 559-5623
Fax: (908) 766-6974

*Attorneys for Defendants Verizon Communications
Inc., Verizon Services Corp., Verizon Corporate
Resources Group LLC, Verizon Data Services LLC,
and Verizon New York Inc.*

Dated: May 21, 2012

BAKER BOTTS L.L.P.

/s/ Robert L. Maier

Richard B. Harper
Robert L. Maier
BAKER BOTTS L.L.P.
30 Rockefeller Plaza
New York, New York 10112
Tele: (212) 408-2500
Fax: (212) 259-2538
richard.harper@bakerbotts.com
robert.maier@bakerbotts.com

Bryant C. Boren, Jr.,
(Admitted *pro hac vice*)
Kevin E. Cadwell
(Admitted *pro hac vice*)
BAKER BOTTS L.L.P.
1001 Page Mill Road
Building One
Palo Alto, California 94304
Tele: (650) 739-7501
Fax:(650)739-7601
kevin.cadwell@bakerbotts.com
bryant.c.boren@bakerbotts.com

Kurt M. Pankratz
(Admitted *pro hac vice*)
BAKER BOTTS L.L.P.
2001 Ross Avenue
Dallas, Texas 75201
Tele: (214) 953-6500
Fax: (214) 953-6503
kurt.pankratz@bakerbotts.com

*Attorneys for Defendants AT&T Inc., AT&T
Operations, Inc. and AT&T Services, Inc.*